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Attorneys for Appellee Carval Investors, LLC

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW

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In re: : Chapter 11
: :
NORTHWEST AIRLINES CORPORATION, et al.: Case No. 05-17930(ALG)
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: :
Debtors. :
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: :
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**CARVAL INVESTORS, LLC COUNTER-DESIGNATION
OF RECORD ON APPEAL**

Pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure and Local Bankruptcy Rule 8007-1, CarVal Investors, LLC (“CarVal”) – formerly a creditor and now by virtue of the plan a shareholder of Northwest Airlines Corporation, and certain of its debtor affiliates and subsidiaries – hereby provides its counter-designation of the items to be included in the record on appeal designated by FTI Consulting, Inc. (“FTI”) and the Official Committee of Unsecured Creditors of Northwest Airlines Corporation (the “Committee”), with respect to the appeal from the (i) the Decision Denying Success/Completion Fee Request Portion of Lazard Frères & Co.’s and FTI Consulting, Inc.’s Final Fee Applications (Docket No. 8103) and (ii) the Order Denying Allowance of Completion Fee Requests of FTI Consulting, Inc. (Docket No.

8104), each entered by the United States Bankruptcy Court for the Southern District of New York (Morris, J.) on the 29th of February 2008.¹

Counter-Designation of Record

CarVal hereby designates the following additional items to be included in the record on appeal and incorporates by reference all items designated by FTI and the Committee, together with all exhibits, attachments and documents incorporated by reference therein:

Item No.	Docket No.	Description
1.	EX	CarVal November 19, 2007 Hearing Exhibit 1
2.	8126	Notice of Appeal filed by Scott L. Hazan on behalf of Official Committee Of Unsecured Creditors

Dated: March 31, 2008
New York, New York

GOODWIN PROCTER LLP

By: /s/ Allan S. Brilliant

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¹ The Committee's appeal is untimely. The Committee failed to file a Notice of Appeal as to FTI within the required time period, and has thus waived its right to appeal the Court's decisions as to FTI. See Docket No. 8155.